

EXHIBIT 5

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

----- X -----
In re: : Chapter 11
: Case No. 19-10289 (LSS)
IMERYS TALC AMERICA, INC., *et al.*,¹ : (Jointly Administered)
Debtors. :
: :
: : Objection Deadline: August 5, 2019 at 4:00 p.m. (ET)
: : Hearing Date: September 18, 2019 at 10:00 a.m. (ET)
----- X -----

**NOTICE OF FIRST INTERIM FEE APPLICATION
REQUEST OF RICHARDS, LAYTON & FINGER, P.A.**

PLEASE TAKE NOTICE that, pursuant to the Court's *Order Under 11 U.S.C.*

§§ 105(a) and 331, Fed. R. Bankr. P. 2016(a) and Del. Bankr. L.R. 2016-2 Establishing Procedures for Interim Compensation and Reimbursement of Professionals, dated March 25, 2019 [Docket No. 301 (the "**Interim Compensation Order**")],² objections, if any, to this Interim Fee Application must be filed with the Court and served on the Applicant at the address set forth below and the Notice Parties so as to be received by **August 5, 2019 at 4:00 p.m. (ET)**.

PLEASE TAKE FURTHER NOTICE that a hearing to consider this Interim Fee Application will be held before the Honorable Laurie Selber Silverstein at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 2, Wilmington, Delaware 19801 on **September 18, 2019 at 4:00 p.m. (ET)**.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Imerys Talc America, Inc. (6358), Imerys Talc Vermont, Inc. (9050), and Imerys Talc Canada Inc. (6748). The Debtors' address is 100 Mansell Court East, Suite 300, Roswell, Georgia 30076.

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Interim Compensation Order.

PLEASE TAKE FURTHER NOTICE that, (i) attached hereto as Exhibit A is a summary of the Applicant's Interim Fee Application, (ii) attached hereto as Exhibit B is a summary of compensation by each professional of the Applicant that worked on the above-captioned chapter 11 cases, (iii) attached hereto as Exhibit C is a summary of compensation by project category, (iv) attached hereto as Exhibit D is an expense summary, (v) attached hereto as Exhibit E are the Applicant's customary and comparable compensation disclosures, (vi) attached hereto as Exhibit F is the *Budget for Richards, Layton & Finger, P.A., Co-Counsel to the Debtors, for the Period from February 13, 2019 through May 31, 2019* (the "Budget") and the *Staffing Plan for Richards, Layton & Finger, P.A., Co-Counsel to the Debtors, for the Period from February 13, 2019 through May 31, 2019* (the "Staffing Plan"), (vii) attached hereto as Exhibit G is a summary of fees and hours budgeted compared to fees and hours billed, (viii) attached hereto as Exhibit H are certain additional disclosures related to the Interim Fee Application and (ix) attached hereto as Exhibit I is a certification, wherein an attorney of the Applicant certifies to certain matters addressed in the Interim Compensation Order.

IF NO TIMELY OBJECTIONS ARE FILED TO THIS INTERIM FEE APPLICATION, THE COURT, IN ACCORDANCE WITH THE TERMS OF THE INTERIM COMPENSATION ORDER, MAY ENTER AN ORDER GRANTING THIS INTERIM FEE APPLICATION WITHOUT A HEARING.

Dated: July 15, 2019
Wilmington, Delaware

/s/ Amanda R. Steele

RICHARDS, LAYTON & FINGER, P.A.

Mark D. Collins (No. 2981)
Michael J. Merchant (No. 3854)
Amanda R. Steele (No. 5530)
Brett M. Haywood (No. 6166)
One Rodney Square
920 North King Street
Wilmington, DE 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701
E-mail: collins@rlf.com
merchant@rlf.com
steele@rlf.com
haywood@rlf.com

Attorneys for Debtors and Debtors in Possession

Exhibit B - Compensation By Professional
February 13, 2019 through May 31, 2019

| Name of Professional Individual | Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice, department, if not Bankruptcy | Hourly Billing Rate (including changes) | Total Hours Billed | Total Compensation |
|---------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------|--------------------|
| Mark D. Collins | Joined firm as associate in 1993. Director in 1998. Member of DE Bar since 1991. | \$975 | 11.5 | \$11,212.50 |
| Russell C. Silberglied | Joined firm as associate in 1995. Director in 2002. Member of PA Bar since 1996. Member of DE Bar since 1996. | \$900 | 0.3 | \$270.00 |
| John H. Knight | Joined firm as associate in 1998. Director in 2003. Member of MD Bar since 1994. Member of NJ Bar since 1996. Member of DE Bar since 1991. | \$900 | 0.6 | \$540.00 |
| Michael J. Merchant | Joined firm as associate in 1999. Director in 2006. Member of DE Bar since 1999. | \$800 | 259.2 | \$207,360.00 |
| Marcos A. Ramos | Joined firm as associate in 2002. Director in 2010. Member of NY Bar since 1995. Member of CA Bar since 1998. Member of MD Bar since 2001. Member of DE Bar since 2003. | \$760 | 202.6 | \$153,976.00 |
| Amanda R. Steele | Joined firm as associate in 2010. Director in 2018. Member of DE Bar since 2010. | \$700 | 174.2 | \$121,940.00 |
| Katharine L. Mowery | Joined firm as associate in 2012. Member of DE Bar since 2012. | \$560 | 0.4 | \$224.00 |

| Name of Professional Individual | Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice, department, if not Bankruptcy | Hourly Billing Rate (including changes) | Total Hours Billed | Total Compensation |
|---------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------|---------------------|
| Brett M. Haywood | Joined firm as associate in 2015. Member of MA Bar since 2014. Member of DE Bar since 2015. | \$505 | 134.4 | \$67,872.00 |
| Christopher M. De Lillo | Joined firm as associate in 2016. Member of DE Bar since 2017. | \$470 | 1.9 | \$893.00 |
| Megan E. Kenney | Joined firm as associate in 2017. Member of DE Bar since 2017. | \$420 | 0.8 | \$336.00 |
| Sarah E. Silveira | Joined firm as associate in 2018. Member of DE Bar since 2018. | \$350 | 118.3 | \$41,405.00 |
| Sheilah A. Jennings | Summer Associate | \$275 | 21.9 | \$6,022.50 |
| Scott A. Benson | MIS Litigation Support. Joined firm in 2018. | \$275 | 3.4 | \$935.00 |
| Carlos B. Terreforte | MIS Litigation Support. Joined firm in 2015. | \$275 | 0.5 | \$137.50 |
| Ann Jerominski | Paralegal since 1995. Joined firm in 2000. | \$265 | 27.4 | \$7,261.00 |
| Barbara J. Witters | Paralegal since 2000. Joined firm in 2000. | \$265 | 14.9 | \$3,948.50 |
| Rebecca V. Speaker | Paralegal since 2002. Joined firm in 2001. | \$265 | 219.1 | \$58,061.50 |
| M. Lynzy McGee | Paralegal since 2007. Joined firm in 2016. | \$265 | 22.9 | \$6,068.50 |
| Tesia S. Smith | Case Management Assistant since 2016. Joined firm in 1996. | \$140 | 4.0 | \$560.00 |
| TOTAL | | | 1,218.3 | \$689,023.00 |

Grand Total: \$689,023.00**Attorney Compensation: \$612,051.00****Total Attorney Hours: 926.1****Blended Rate (Attorneys): \$660.89****Blended Rate (All Timekeepers): \$565.56**

Exhibit E - Customary and Comparable Compensation Disclosures

| Category of Timekeeper | Blended Hourly Rate | |
|------------------------|---------------------------------------------------------------|-----------------------------------------------------|
| | Billed Firm-wide for preceding year (2018) ¹ | Billed February 13, 2019 through May 31, 2019 |
| Partner | \$757.76 | \$763.88 |
| Counsel | \$586.53 | \$0.00 |
| Associate | \$401.67 | \$660.89 |
| Paralegal | \$239.81 | \$265.00 |
| Aggregated | \$543.75 | \$565.56 |

¹ The billable rates for RL&F attorneys are adjusted on January 1 of each year. The data in this column excludes 2018 blended hourly rate information for the Bankruptcy and Corporate Restructuring Department at RL&F.